

1 J. Andrew Coombs (SBN 123881)  
2 *andy@coombspc.com*  
3 Nicole L. Drey (SBN 250235)  
4 *nicole@coombspc.com*  
5 J. Andrew Coombs, A P.C.  
6 517 East Wilson Avenue, Suite 202  
7 Glendale, California 91206  
8 Telephone: (818) 500-3200  
9 Facsimile: (818) 500-3201

**JS-6**

10 Attorneys for Plaintiff Disney  
11 Enterprises, Inc.

12 Christopher Gonzalez (SBN 174455)  
13 *cg@perezgonzalezlaw.com*  
14 Perez Gonzalez, A Prof. Law Corp.  
15 111 East Broadway, Suite 210  
16 Glendale, CA 91205  
17 Telephone: (818) 550-8300  
18 Facsimile: (818) 956-1984

19 Attorney for Defendants American  
20 Kids, Inc. and Maria Arellano

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UNITED STATES DISTRICT COURT  
CENTRAL DISTRICT OF CALIFORNIA

29 Disney Enterprises, Inc., }  
30 Plaintiff, } Case No. CV08-7596 VBF (FFMx)  
31 v. } CONSENT DECREE PURSUANT  
32 American Kids, Inc., Maria Arellano and } TO STIPULATION  
33 Does 1 through 10, inclusive, }  
34 Defendants. }

35 The Court, having read and considered the Joint Stipulation for Entry of  
36 Consent Decree that has been executed on behalf of Plaintiff Disney Enterprises, Inc.  
37 (“Plaintiff”), on the one hand, and Defendants American Kids, Inc. and Maria  
38 Arellano (collectively “Defendants”), on the other hand, and good cause appearing  
39 therefor, hereby:

1 ORDERS that this Consent Decree shall be and is hereby entered in the within  
2 action as follows:

3 1) This Court has jurisdiction over the parties to this action and over the subject  
4 matter hereof pursuant to 17 U.S.C. § 101 et seq., 17 U.S.C. § 501, 15 U.S.C. § 1051  
5 et seq., 15 U.S.C. § 1121, 28 U.S.C. §§ 1331 and 1338, and 28 U.S.C. § 1367.

6 Service of process was properly made against Defendants, and each of them.

7 2) Plaintiff is the owner of all rights in and to the copyright and trademark  
8 registrations listed in Exhibits “A” and “B,” attached hereto and incorporated herein  
9 by this reference, and the copyrights and trademarks associated with the same. (The  
10 characters, images, trademarks and copyrights identified in Exhibits A and B are  
11 collectively referred to herein as “Plaintiff’s Properties.”)

12 3) Plaintiff has expended considerable resources in the creation and commercial  
13 exploitation of Plaintiff’s Properties on merchandise such as clothing and other  
14 products, and in the enforcement of its intellectual property rights in Plaintiff’s  
15 Properties.

16 4) Plaintiff has alleged that the Defendants, and each of them, have made  
17 unauthorized uses of Plaintiff’s Properties or substantially similar likenesses or  
18 colorable imitations thereof.

19 5) The Defendants and their agents, servants, employees and all persons in active  
20 concert and participation with them who receive actual notice of the injunction are  
21 hereby restrained and enjoined from:

22 a) Infringing Plaintiff’s trademarks in Plaintiff’s Properties, either directly  
23 or contributorily, in any manner, including generally, but not limited to  
24 manufacturing, importing, distributing, advertising, selling, offering for sale,  
25 any unauthorized product which features any of Plaintiff’s Properties  
26 (“Unauthorized Products”), and, specifically:  
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- 1       b)     Importing, manufacturing, distributing, advertising, selling, offering for  
2     sale, the Unauthorized Products or any other unauthorized products which  
3     picture, reproduce, copy or use the likenesses of or bear a substantial similarity  
4     to any of Plaintiff's Properties;
- 5       c)     Importing, manufacturing, distributing, advertising, selling, offering for  
6     sale, renting or offering to rent in connection thereto any unauthorized  
7     promotional materials, labels, packaging or containers which picture,  
8     reproduce, copy or use the likenesses of or bear a confusing similarity to any of  
9     Plaintiff's Properties;
- 10      d)     Engaging in any conduct that tends falsely to represent that, or is likely to  
11     confuse, mislead or deceive purchasers, the Defendants' customers and/or  
12     members of the public to believe, the actions of the Defendants, the products  
13     sold by Defendants, or the Defendants themselves are connected with Plaintiff,  
14     are sponsored, approved or licensed by Plaintiff, or are affiliated with Plaintiff;
- 15      e)     Affixing, applying, annexing or using in connection with the importation,  
16     manufacture, distribution, advertising, selling, offering for sale, or other use of  
17     any goods or services, a false description or representation, including words or  
18     other symbols, tending to falsely describe or represent such goods as being  
19     those of Plaintiff.

20      6)    Each side shall bear its own fees and costs of suit.

21      7)    Except as provided herein, all claims alleged in the Complaint against  
22     Defendants are dismissed with prejudice.

23      8)    This Consent Decree shall be deemed to have been served upon Defendants,  
24     and each of them, at the time of its execution by the Court.

25      9)    The Court finds there is no just reason for delay in entering this Consent Decree  
26     and, pursuant to Rule 54(a) of the Federal Rules of Civil Procedure, the Court directs  
27     immediate entry of this Consent Decree against Defendants.

1       10) The Court shall retain jurisdiction of this action to entertain such further  
2       proceedings and to enter such further orders as may be necessary or appropriate to  
3       implement and enforce the provisions of this Consent Decree.

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5       Dated: February 11, 2009

*Valerie Baker Fairbank*

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7       Hon. Valerie Baker Fairbank  
8       Judge, United States District Court for  
9       the Central District of California

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11      Presented By:

12      J. Andrew Coombs, A Prof. Corp.

13      By: \_\_\_\_\_  
14      J. Andrew Coombs  
15      Nicole L. Drey

16      Attorneys for Plaintiff Disney  
17      Enterprises, Inc.

18      Maria Arellano

19      By: \_\_\_\_\_  
20      Maria Arellano  
21      Defendant and on behalf of American  
22      Kids, Inc.

23      Perez Gonzalez, A Prof. Law Corp.

24      By: \_\_\_\_\_  
25      Christopher Gonzalez  
26      Attorney for Defendants American Kids,  
27      Inc. and Maria Arellano

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**EXHIBIT A****DISNEY'S COPYRIGHTED DESIGNS**

4 <b>Copyright Registration</b>	5 <b>Title of Work (Character)</b>	6 <b>Type of Work</b>
VA 58 937	Mickey - 1 (Mickey Mouse)	Model Sheet
VA 58 938	Minnie - 1 (Minnie Mouse)	Model Sheet
Gp 80 184	Donald Duck	Publications Model Sheet
VA 58 933	Daisy - 1 (Daisy Duck)	Model Sheet
VA 58 936	Goofy -1 (Goofy)	Model Sheet
Gp 80 192	Pluto	Publications Model Sheet
VAu 64 814	Baby Mickey	Model Sheet
VAu 64 814	Baby Minnie	Model Sheet
VAu 73 216	Baby Donald Duck	Model Sheet
VAu 73 217	Baby Daisy Duck	Model Sheet
VAu 83 225	Baby Goofy	Model Sheet
VAu 73 219	Baby Pluto	Model Sheet
R 48 971	Disney's Uncle Scrooge in Only a Poor Old Man	Comic Strip
RE 424 728	Walt Disney's Ludwig von Drake	Comic Strip
Gp 105 126	Horace Horsecollar	Model Sheet
R 567 615	Chip	Model Sheet
R 567 614	Dale	Model Sheet
VA 184 345	Huey, Dewey & Louie -1	Model Sheet
Gp 105 128	Clarabelle Cow	Model Sheet
RE 636 587	<b>Winnie the Pooh and the Honey Tree</b>	Motion Picture
RE 718 378	<b>Winnie the Pooh and the Blustery Day</b>	Motion Picture
VA 58 940	Pooh - 1 (Winnie the Pooh)	Model Sheet
Gp 81 528	Rabbit	Publications Model Sheet
Gp 81 528	Owl	Publications Model Sheet
Gp 85 651	Kanga and Roo	Publications Model Sheet
Gp 81 528	Eeyore	Publications Model Sheet
Gp 81 528	Piglet	Publications Model Sheet
Gp 81 528	Gopher	Publications Model Sheet
Gp 81 527	Tigger	Publications Model Sheet
R 354 235	<b>Snow White and the Seven Dwarfs</b>	Motion Picture
R 346 870	Bashful	Drawings
R 346 869	Doc	Drawings
R 346 875	Dopey	Drawings

1	R 346 876	Grumpy	Drawings
2	R 346 871	Happy	Drawings
3	R 346 874	Sleepy	Drawings
4	R 346 873	Sneezy	Drawings
5	R 346 872	Snow White	Drawings
6	R 346 868	Snow White "Witch"	Drawings
7	R 406 910	<b>Pinocchio</b>	Motion Picture
8	Gp 80 186	Pinocchio	Publications Model Sheet
9	Gp 80 188	Jiminy Cricket	Publications Model Sheet
10	R 427 860	<b>Fantasia</b>	Motion Picture
11	R 433 627	<b>The Reluctant Dragon</b>	Motion Picture
12	R 442 538	<b>Dumbo</b>	Motion Picture
13	R 428 428	Dumbo Suggestions for Dumbo	Drawing
14	R 428 420	Mother Elephant Suggestions for "Dumbo"	Drawing
15	R 428 430	Dumbo Ringmaster Suggestions 1348	Drawing
16	R 428 427	Dumbo - Stork Suggestions	Drawing
17	R 428 426	Timothy Mouse Suggestions	Drawing
18	R 428 432	Dumbo "Miscellaneous Crows" - 2006	Drawing
19	R 458 260	<b>Bambi</b>	Motion Picture
20	R 433 645	Bambi - Bambi	Drawing
21	R 433 630	Bambi - Final Thumper Model - 2002	Drawing
22	R 433 631	Bambi - Skunk Model - 2002	Drawing
23	R 433 636	Bambi - Owl and Stag Models	Drawing
24	R 433 632	Faline "Adolescent Age"	Drawing
25	R 433 633	Bambi's Mother	Drawing
26	R 467 541	<b>Saludos Amigos</b>	Motion Picture
27	R 464 785	Joe Carioca	Drawing
28	R 516 560	<b>The Three Caballeros</b>	Motion Picture
29	R 550 316	<b>Make Mine Music</b>	Motion Picture
30	R 557 922	<b>Song of the South</b>	Motion Picture
31	R 548 629	Brer Rabbit	Drawing
32	R 548 626	Brer Bear	Drawing
33	R 577 489	<b>Fun and Fancy Free</b>	Motion Picture
34	R 605 180	<b>Melody Time</b>	Motion Picture
35	R 636 303	<b>The Adventures of Ichabod &amp; Mr. Toad</b>	Motion Picture
36	R 648 396	<b>Cinderella</b>	Motion Picture
37	R 632 319	Cinderella	Copyright Booklet
38	R 632 319	Drizella	Copyright Booklet
39	R 632 319	Anastasia	Copyright Booklet
40	R 632 319	Stepmother	Copyright Booklet
41	R 632 319	Fairy Godmother	Copyright Booklet
42	R 632 319	Prince	Copyright Booklet
43	R 632 319	Bruno, the Dog	Copyright Booklet
44	R 632 319	Lucifer, the Cat	Copyright Booklet
45	R 632 319	Jaq and Gus	Copyright Booklet
46	RE 27 746	<b>Alice in Wonderland</b>	Motion Picture

1	VA 58 920	Alice - 1 (Alice)	Model Sheet
2	VA 58 919	Alice - 2 (The White Rabbit)	Model Sheet
3	VA 58 921	Alice - 3 (Queen of Hearts)	Model Sheet
4	VA 58 922	Alice - 4 (Cheshire Cat)	Model Sheet
5	VA 58 923	Alice - 5 (Caterpillar)	Model Sheet
6	VA 58 924	Alice - 6 (Tweedledee and Tweedledum)	Model Sheet
7	VA 58 922	March Hare	Model Sheet
8	VA 58 922	Mad Hatter	Model Sheet
9	RE 64 027	<b>Peter Pan</b>	Motion Picture
10	RE 66 285	Peter Pan	Coloring Book
11	RE 66 285	Tinkerbell	Coloring Book
12	RE 66 285	Captain Hook	Coloring Book
13	RE 66 285	Mr. Smee	Coloring Book
14	RE 66 285	Nana	Coloring Book
15	RE 162 852	<b>Lady and the Tramp</b>	Motion Picture
16	RE 101 764	Lady	Previews of Pictures
17	RE 101 764	Tramp	Previews of Pictures
18	RE 296 296	<b>Sleeping Beauty</b>	Motion Picture
19	RE 246 671	Princess Aurora	Book
20	RE 246 671	Prince Phillip	Book
21	RE 246 671	Maleficent/Dragon	Book
22	RE 370 901	<b>One Hundred and One Dalmatians</b>	Motion Picture
23	RE 546 478	<b>The Sword in the Stone</b>	Motion Picture
24	RE 557 357	Archimedes	Copyright Booklet
25	RE 557 357	Merlin	Copyright Booklet
26	RE 557 357	Wart/Arthur	Copyright Booklet
27	RE 557 357	Madame Mim	Copyright Booklet
28	RE 571 201	<b>Mary Poppins</b>	Motion Picture
29	RE 705 510	<b>The Jungle Book</b>	Motion Picture
30	RE 679 798	Mowgli	Drawing
31	RE 679 799	Baloo	Drawing
32	RE 679 795	Bagheera	Drawing
33	RE 679 805	King Louie	Drawing
34	RE 679 797	Kaa	Drawing
35	RE 679 807	Shere Khan	Drawing
36	Lp 38 283	<b>The Aristocats</b>	Motion Picture
37	Gu 44 754	O'Malley	Drawing
38	Gu 44 750	Duchess	Drawing
39	Gu 44 748	Edgar	Drawing
40	Gu 44 745	Roquefort	Drawing
41	VA 1-099-033	Marie Valentine Spring 2002	Style Guide
42	Lp 39 817	<b>Bedknobs and Broomsticks</b>	Motion Picture
43	Gu 46 904	Crocky	Drawing
44	Gu 46 908	Sailor Bear	Drawing
45	Gu 46 906	Codfish	Drawing
46	Gu 46 917	Secretary Bird	Drawing
47	LP 42 905	<b>Robin Hood</b>	Motion Picture

1	Gu 46 582	Robin Hood	Drawing
2	Gu 46 583	Little John	Drawing
3	Gu 46 584	Sir Hiss	Drawing
4	Gu 47 230	Sheriff of Nottingham	Drawing
5	Gu 47 762	Friar Tuck	Drawing
6	Gu 46 585	Prince John	Drawing
7	Gu 50 764	Maid Marion	Drawing
8	Gu 50 763	Lady Cluck	Drawing
9	Lp 49 678	<b>The Rescuers</b>	Motion Picture
10	Gp 96 289	Miss Bianca	Drawing
11	Gp 96 286	Orville	Drawing
12	Gp 96 288	Madame Medusa	Drawing
13	Gp 96 287	Bernard	Drawing
14	Gp 103 814	Penny	Drawing
15	Gu 57 278	Rufus	Drawing
16	Gu 56 625	Evinrude	Drawing
17	PA 1 371	<b>Pete's Dragon</b>	Motion Picture
18	Gp 111 695	Elliott the Dragon	Drawing
19	PA 125 861	<b>The Fox and the Hound</b>	Motion Picture
20	VAu 10 933	Todd (Young)	Drawing
21	VAu 10 930	Copper (Pup)	Drawing
22	VAu 10 936	Vixey	Drawing
23	VAu 10 928	Big Mama	Drawing
24	VAu 12 417	Dinky	Drawing
25	VAu 12 418	Boomer	Drawing
26	VAu 12 415	Squeeks	Drawing
27	PA 252 525	<b>The Black Cauldron</b>	Motion Picture
28	VAu 24 517	Eilonwy	Drawing
29	VAu 29 561	Fflewddur	Drawing
30	VAu 24 518	Gurgi	Drawing
31	VAu 24 070	Hen Wen	Drawing
32	VAu 24 592	The Horned King	Drawing
33	VAu 24 519	Taran	Drawing
34	VAu 47 075	Orddu	Drawing
35	VAu 47 073	Orgoch	Drawing
36	VAu 47 074	Orwen	Drawing
37	PA 290 808	<b>The Great Mouse Detective</b>	Motion Picture
38	VAu 76 103	Basil 185-126	Model Sheet
39	VAu 76 102	Dr. Dawson 1284-80	Model Sheet
40	VAu 81 570	Olivia	Model Sheet
41	VAu 76 100	Ratigan 285-166	Model Sheet
42	VAu 81 572	Fidget	Model Sheet
43	VAu 81 571	Flaversham	Model Sheet
44	VAu 86 112	Felicia - Clean Up Model 0238	Model Sheet
45	VAu 76 104	Toby 285-170	Model Sheet
46	VAu 85 019	Mrs. Judson	Model Sheet
47	VAu 85 021	Queen Victoria	Model Sheet
48	VAu 85 022	Bartholomew	Model Sheet
49	PA 385 556	<b>Oliver and Company</b>	Motion Picture

1	VAu 104 921	Dodger Construction Sheets	Model Sheet
2	VAu 104 920	Einstein Construction Sheets	Model Sheet
3	VAu 104 919	Frances Construction Sheets	Model Sheet
4	VAu 104 916	Rita Construction Sheets	Model Sheet
5	VAu 109 377	Oliver Rough Model	Model Sheet
6	VAu 109 379	Tito - Ruff Model	Model Sheet
7	VAu 119 949	How to Draw Georgette	Model Sheet
8	PA 431 543	<b>The Little Mermaid</b>	Motion Picture
9	VAu 123 355	Ariel 9-9-87 Ruff (Ariel)	Drawings
10	VAu 123 351	Scuttle	Drawings
11	VAu 123 354	Ruff Sebastian 9-4-87 (Sebastian)	Drawings
12	VAu 123 348	Ruff Ursula 9-9-87 (Ursula)	Drawings
13	VAu 123 352	Prince Eric	Drawings
14	VAu 123 350	Triton	Drawings
15	VAu 123 353	Flotsam/Jetsam	Drawings
16	VAu 123 349	Flounder	Drawings
17	PAu 1 024 341	<b>DuckTales</b>	Motion Picture
18	VAu 101 067	Launchpad McQuack	Pamphlet of Drawings
19	VAu 101 067	Webby	Pamphlet of Drawings
20	VAu 101 067	Doofus	Pamphlet of Drawings
21	VAu 101 067	Mrs. Beakley	Pamphlet of Drawings
22	VAu 101 067	Duckworth	Pamphlet of Drawings
23	PA 486 535	<b>The Rescuers Down Under</b>	Motion Picture
24	VAu 161 749	Cody	Model Sheets
25	VAu 155 884	Jake (Rough Models)	Model Sheets
26	VAu 155 844	McLeach (Rough Model)	Model Sheets
27	VAu 170 264	Marahute (Rough Model)	Model Sheets
28	PA 542 647	<b>Beauty and the Beast</b>	Motion Picture
29	VAu 200 866	Belle (Beauty and the Beast)	Artwork
30	VAu 210 914	Beast	Licensing Kit
31	VAu 194 311	Maurice (Beauty and the Beast)	Artwork
32	VAu 199 855	Mrs. Potts (Beauty and the Beast)	Artwork
33	VAu 200 868	Cogsworth (Beauty and the Beast)	Artwork
34	VAu 194 310	Lumiere (Beauty and the Beast)	Artwork
35	VAu 201 337	Chip (Beauty and the Beast)	Artwork
36	VAu 194 307	Gaston (Beauty and the Beast)	Artwork
37	VAu 194 309	LeFou (Beauty and the Beast)	Artwork
38	VAu 199 856	Phillipe (Beauty and the Beast)	Artwork
39	VAu 200 869	Featherduster (Beauty and the Beast)	Artwork
40	PA 583 905	<b>Aladdin</b>	Motion Picture
41	VAu 215 432	Aladdin - Aladdin	Model Sheet
42	VAu 215 453	Aladdin - Genie	Model Sheet
43	VAu 215 793	Aladdin - Abu	Model Sheet
44	VAu 218 349	Aladdin - Iago	Model Sheet
45	VAu 230 534	Aladdin - Rasoul	Model Sheet

1	VAu 218 348	Aladdin - The Sultan	Model Sheet
2	VAu 230 533	Aladdin - Jafar	Model Sheet
3	VAu 221 841	Aladdin - Jasmine	Model Sheet
4	VAu 221 842	Aladdin - Jafar as Beggar	Model Sheet
5	VAu 232 164	Aladdin - Narrator	Model Sheet
6	PA 659 979	<b>The Lion King</b>	Motion Picture
7	VAu 246 448	The Lion King - Mufasa	Model Sheet
8	VAu 245 946	The Lion King - Sarabi	Model Sheet
9	VAu 246 447	The Lion King - Simba	Model Sheet
10	VAu 246 440	The Lion King - Young Simba	Model Sheet
11	VAu 246 438	The Lion King - Nala	Model Sheet
12	VAu 246 664	The Lion King - Young Nala	Model Sheet
13	VAu 245 947	The Lion King - Rafiki	Model Sheet
14	VAu 245 945	The Lion King - Shenzi, Banzai & Ed	Model Sheet
15	VAu 246 437	The Lion King - Pumbaa	Model Sheet
16	VAu 245 662	The Lion King - Timon	Model Sheet
17	VAu 246 446	The Lion King - Scar	Model Sheet
18	VA 611 201	Zazu	Licensing Kit
19	PA 720 179	<b>Pocahontas</b>	Motion Picture
20	VAu 262 859	Pocahontas - Pocahontas Standing	Artwork
21	VAu 261 970	Pocahontas - Powhatan	Artwork
22	VAu 261 967	Pocahontas - Percy	Artwork
23	VAu 302 884	Pocahontas - John Smith	Artwork
24	VAu 302 886	Pocahontas - Meeko the Raccoon	Artwork
25	VAu 302 883	Pocahontas - Flit the Hummingbird	Artwork
26	VAu 300 559	Pocahontas - Ratcliffe	Artwork
27	VAu 302 885	Pocahontas - Grandmother Willow	Artwork
28	PA 765 713	<b>Toy Story</b>	Motion Picture
29	VAu 337 565	Toy Story - Woody	Artwork
30	VAu 337 566	Toy Story - Buzz Lightyear	Artwork
31	VAu 337 567	Toy Story - Hamm	Artwork
32	VAu 337 568	Toy Story - Rex	Artwork
33	VAu 337 569	Toy Story - Bo Peep Lamp and Sheep	Artwork
34	VAu 337 186	Toy Story - Lenny	Artwork
35	VAu 273 627	Toy Story - Mom	Artwork
36	VAu 348 598	Toy Story - Andy	Artwork
37	VAu 348 599	Toy Story - Hannah	Artwork
38	PA 795 221	<b>The Hunchback of Notre Dame</b>	Motion Picture
39	VAu 336 992	The Hunchback of Notre Dame - Quasimodo	Model Sheet
40	VAu 332 434	The Hunchback of Notre Dame - Esmeralda	Model Sheet
41	VAu 336 056	The Hunchback of Notre Dame - Phoebus	Model Sheet
42	VAu 336 057	The Hunchback of Notre Dame - Djali	Model Sheet
43	VAu 343 663	The Hunchback of Notre Dame - Gargoyles	Model Sheets
44	VAu 336 058	The Hunchback of Notre Dame - Clopin	Model Sheet
45	VAu 336 059	The Hunchback of Notre Dame -	Model Sheet

1		Frollo	
2	VAu 336 878	The Hunchback of Notre Dame - Will Doll/Sam Doll	Model Sheet
3	PA 670 961	<b>Hercules</b>	Motion Picture
4	VAu 369 603	Hercules - Hercules	Model Sheets
5	VAu 369 600	Hercules - Baby Hercules	Model Sheets
6	VAu 367 973	Hercules - Meg	Model Sheets
7	VAu 369 605	Hercules - Pegasus	Model Sheets
8	VAu 369 598	Hercules - Baby Pegasus	Model Sheets
9	VAu 367 965	Hercules - Phil	Model Sheets
10	VAu 367 964	Hercules - Hades	Model Sheets
11	VAu 367 969	Hercules - Pain	Model Sheets
12	VAu 375 850	Hercules - Panic	Model Sheets
13	VAu 377 944	Hercules - Hydra Head	Model Sheet
14	PA 799 025	<b>Mulan</b>	Motion Picture
15	VA 849 510	Mulan	Style Guide
16	VAu 379 045	The Legend of Mulan - Mulan	Model Sheets
17	VAu 379 027	The Legend of Mulan - Mulan as Ping	Model Sheets
18	VAu 379 021	The Legend of Mulan - Mushu	Model Sheets
19	VAu 379 024	The Legend of Mulan - Shang	Model Sheets
20	VAu 378 480	The Legend of Mulan - Kahn	Model Sheets
21	VAu 381 069	The Legend of Mulan - Cricket	Model Sheets
22	PA 901 890	<b>A Bug's Life*</b>	Motion Picture
23	VA 875 986	A Bug's Life*	Style Guide
24	VAu 399 357	Flik*	Model Sheets
25	VAu 399 356	Hopper*	Model Sheets
26	VAu 399 351	Atta*	Model Sheets
27	VAu 399 349	Dot*	Model Sheets
28	VAu 399 343	Dim*	Model Sheets
29	VAu 399 352	Tuck & Roll*	Model Sheets
30	VAu 399 350	Francis*	Model Sheets
31	VAu 399 348	Heimlich*	Model Sheets
32	VAu 399 353	Slim*	Model Sheets
33	VAu 399 342	Rosie*	Model Sheets
34	VAu 399 346	P.T. Flea*	Model Sheets
35	VAu 399 345	Manny*	Model Sheets
36	VAu 399 344	Gypsy*	Model Sheets
37	VAu 399 347	Thumper*	Model Sheets
38	VAu 399 354	Molt*	Model Sheets
39	VAu 399 355	Queen*	Model Sheets
40	PA 959 870	<b>Toy Story 2*</b>	Motion Picture
41	VAu 414 563	Toy Story 2 - Al's Car*	Model Sheet
42	VAu 405 573	Toy Story 2 - Bullseye*	Model Sheet
43	VAu 406 700	Toy Story 2 - Coffee Table*	Model Sheet
44	VAu 407 195	Toy Story 2 - Cushy Chair*	Model Sheet
45	VAu 405 571	Toy Story 2 - Emporer Zurg*	Model Sheet
46	VAu 405 572	Toy Story 2 - Jessie*	Model Sheet
47	VAu 405 197	Toy Story 2 - L'il Yippie*	Model Sheet
48	VAu 405 574	Toy Story 2 - Prospector*	Model Sheet
49	VAu 407 196	Toy Story 2 - Wood Chair*	Model Sheet

1	VA960 902	Toy Story 2 - Style Guide*	Style Guide
2	PA 974 011	<b>Dinosaur</b>	Motion Picture
3	VAu 486 473	Aladar	Model Sheet
4	VAu 486 477	Baylene	Model Sheet
5	VAu 486 476	Bruton	Model Sheet
6	VAu 486 478	Eema	Model Sheet
7	VAu 486 475	Kron	Model Sheet
8	VAu 486 474	Neera	Model Sheet
9	VAu 486 472	Plio	Model Sheet
10	VAu 486 479	Suri	Model Sheet
11	VAu 486 471	Yar	Model Sheet
12	VA 996 530	Dinosaur - Phase I	Style Guide
13	VA 992 942	Dinosaur - Phase II	Style Guide
14	PA 940 885	<b>The Emperor's New Groove</b>	Motion Picture
15	VA 999 573	Emperor's New Groove	Style Guide
16	VAu 479 682	Kronk	Model Sheet
17	VAu 479 685	Kuzco	Model Sheet
18	VAu 479 683	Kuzco Llama	Model Sheet
19	VAu 479 684	Pacha	Model Sheet
20	VAu 479 681	Yzma	Model Sheet
21	PA 1-250-536	<b>The Incredibles</b>	Motion Picture
22	VA 1-242-351	The Incredibles	Style Guide
23	PA 1-322-908	<b>Cars</b>	Motion Picture
24	VA 1-326-323	Cars – Style Guide	Style Guide
25	VA 1-403-647	Hannah Montana – Branding Guide	Style Guide
26	PA 1-313-530	<b>High School Musical</b>	Motion Picture
27	VA 1-405-082	High School Musical – Branding Guide	Style Guide
28			

**EXHIBIT B**

## DISNEY'S TRADEMARKS

Trademark	Mark Drawing Code	Trademark Registration No.	Trademark Registration Date
Mickey Mouse	Typed Drawing	Serial Number 78,976,959	n/a
Disney Princess	Standard Character Mark	1,037,788	4/13/76
Walt Disney	Typed Drawing	1,141,312	11/11/80
Mickey Mouse	Standard Character Mark	Serial Number 77,130,011	n/a
Mickey Mouse	Typed Drawing	3,006,349	10/11/05
Mickey Mouse	Typed Drawing	315,056	7/17/34
Pluto	Typed Drawing	1,152,383	4/28/81
Goofy	Typed Drawing	1,159,124	6/30/81
Donald Duck	Typed Drawing	1,161,868	7/21/81
Disney	Typed Drawing	1,162,727	7/28/81
Walt Disney Signature	Standard Character Mark	1,162,727	7/28/81
Mickey Mouse	Standard Character Mark	Serial Number 77,130,201	n/a
Mickey Mouse Head Device	Design Only	2,781,693	11/11/03
Minnie Mouse	Typed Drawing	3,102,338	6/06/06
Donald Duck	Design Only	2,700,620	3/25/03
Pooh	Design Only	2,704,888	4/8/03
Piglet	Design Only	2,700,618	3/25/03
Daisy Duck	Design Only	2,704,890	4/8/03
Pluto	Design Only	2,707,323	4/15/03

1	Goofy	Design Only	2,721,608	6/3/03
2	Tigger	Design Only	2,860,445	7/6/04
3	Walt Disney's Snow White & the Seven Dwarfs	Design Plus Words, Letters, and/or Numbers	2,891,463	10/5/04
4	Walt Disney's Sleeping Beauty	Design Plus Words, Letters, and/or Numbers	2,895,966	10/19/04
5	Mickey Mouse	Typed Drawing	1,152,389	4/28/81
6	Winnie the Pooh	Typed Drawing	3,024,287	12/6/05
7	Walt Disney's Cinderella	Design Plus Words, Letters, and/or Numbers	3,057,988	2/7/06
8	Eeyore	Design Only	Serial Number 76,587,948	n/a
9	Minnie Mouse	Standard Character Mark	Serial Number 77,130,173	n/a
10	Minnie Mouse	Standard Character Mark	Serial Number 77,099,715	n/a
11	Tinker Bell	Standard Character Mark	Serial Number 78,911,784	n/a
12	Tinker Bell	Standard Character Mark	Serial Number 78,911,879	n/a
13	Hannah Montana	Standard Character Mark	3,478,026	7/29/08
14	Hannah Montana	Standard Character Mark	3,413,555	4/15/08
15	Hannah Montana	Standard Character Mark	3,473,757	7/22/08
16	Hannah Montana	Standard Character Mark	3,413,552	4/15/08
17	Walt Disney's Peter Pan	Design Plus Words, Letters, and/or Numbers	2,895,967	10/19/04
18	Tink	Typed Drawing	Serial Number 76,099,680	n/a
19	Peter Pan	Standard Character Mark	Serial Number 78,911,868	n/a
20	Cars	Design Plus Words, Letters, and/or Numbers	3,358,115	12/18/07
21	Cars	Design Plus Words, Letters,	3,178,664	11/28/06

1		and/or Numbers		
2	Lightning McQueen	Standard Character Mark	3,370,157	1/15/08
3	Mater	Standard Character Mark	3,406,600	4/1/08
4	Rust-Eze	Standard Character Mark	3,294,617	9/18/07
5	Doc Hudson	Standard Character Mark	3,321,900	10/23/07
6	Toy Story	Typed Drawing	2,520,404	12/18/01
7	Ariel	Standard Character Mark	Serial Number 77,130,150	n/a
8	Sleeping Beauty	Standard Character Mark	Serial Number 77,173,609	n/a
9	High School Musical	Standard Character Mark	Serial Number 78,846,812	n/a
10	High School Musical	Standard Character Mark	3,433,096	5/20/08
11	High School Musical	Standard Character Mark	3,420,394	4/29/08
12	High School Musical	Standard Character Mark	3,350,440	12/4/07
13	High School Musical	Standard Character Mark	3,350,441	12/4/07
14	High School Musical	Standard Character Mark	3,350,442	12/4/07